

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

FILED
CLERK OF COURT

FIRST UNION RAIL CORPORATION,

Plaintiff,

v.

**MAINE CENTRAL RAILROAD COMPANY,
BOSTON AND MAINE CORPORATION,
PORTLAND TERMINAL COMPANY, AND
SPRINGFIELD TERMINAL RAILWAY COMPANY,**

Defendants.

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U.S. DISTRICT COURT
DISTRICT OF MASS

**CIVIL ACTION NO.
03-12374-DPW**

JOINT STATEMENT PURSUANT TO LOCAL RULE 16.1

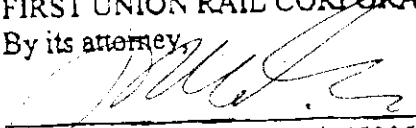
The parties hereby submit their Joint Statement as per Local Rule 16.1:

1. Consent to Trial By Magistrate: At this time it does not appear that this will be consented to by both parties.
2. Proposed Agenda for Scheduling Conference:
 - (a) Pre-Trial and Discovery schedule and;
 - (b) Motion schedule
3. Amendments:
 - (a) Pleadings should be amended no later than 90 days following the scheduling conference set for January 21, 2004.
4. Discovery:
 - (a) First phase: The parties propose allowing an initial period of 90 days to conduct paper discovery following the scheduling conference set for January 21, 2004. The compliance date for any such requests which are served should be no later than the expiration of this 90 day period.
 - (b) Experts: Trial experts and reports will be disclosed no later than 30 days after the Court's decision on anticipated cross Motions for Summary Judgment which all parties have indicated they will submit.
 - (c) Second phase: The parties propose a second phase of 90 days for deposition discovery (including experts), commencing after the Court's decision on the anticipated cross Motions for Summary Judgment which all parties have indicated they will submit.
 - (d) Joinder of additional parties: Additional parties should be joined no later than the expiration of the second 90 day period set forth above.
5. Motions: All parties anticipate that this matter will be resolved in their respective favor on the basis of their planned cross Motions for Summary Judgment. The parties agree that many if not all of the underlying facts of this case are undisputed.

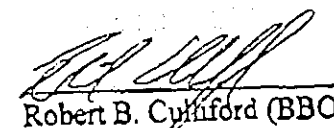
Accordingly, the parties propose that Summary Judgment Motions be filed within no later than 30 days after the first 90 day discovery period set forth above.

6. Future status or pre-trial dates: As per the Court's discretion.
7. Trial date: Considering the foregoing, the parties do not believe a trial date should be set at this time.
8. Settlement proposals: Plaintiff is seeking to collect an amount reported by defendants as due and owing to plaintiff. Citing financial inability, defendants were unable to pay the amounts reported as owed. Before filing suit, plaintiff proposed a confession of judgment and payment plan. Defendants declined the confession of judgment, but began paying arrearages. After suit was filed, the defendants continued paying the arrearages owed to the plaintiff on a regular payment plan and in turn the plaintiff had agreed that while these payments continued in due course the plaintiff would not pursue a default judgment in the absence of an answer from the defendants. These payments stopped in September 2003, and it was not clear when further payments would be forthcoming. According to the plaintiff's recent records, the total amount currently owed is approximately \$240,915.48 and this amount has continued to grow with the addition of further charges over time. The defendant presently disputes approximately \$122,125.03 of this amount. This amount owed has been conveyed to the defendants as the plaintiff's present settlement offer.

Respectfully Submitted,
FIRST UNION RAIL CORPORATION
By its attorney,


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MAINE CENTRAL RAILROAD CO., BOSTON AND
MAINE CORPORATION, PORTLAND TERMINAL
RAILWAY CO., and SPRINGFIELD TERMINAL
RAILWAY CO.,
By their attorney,


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Dated: 1/12/04